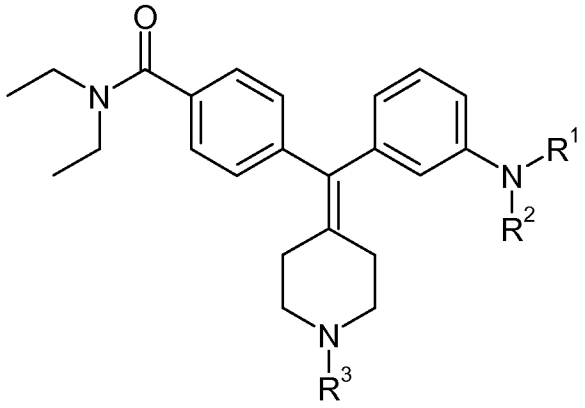
In the Claims:

The current status of all claims is listed below and supersedes all previous lists of claims.

Please amend claims 1-3, 5-8, 10, 11, and 18-22 as follows:

1. (currently amended) A compound of formula I~~, or a pharmaceutically acceptable salt thereof:~~



I

~~wherein~~

or a pharmaceutically acceptable salt thereof, wherein:

R^1 is selected from C_{3-6}alkyl, C_{6-10}aryl, C_{6-10}aryl-C_{1-4}alkyl, C_{2-9}heteroaryl-C_{1-4}alkyl, C_{3-10}cycloalkyl, C_{3-10}cycloalkyl-C_{1-4}alkyl, R^8-C(=O)-, R^8-S(=O)$_2$-, and R^8-NHC(=O)-, wherein R^8 is selected from C_{3-6}alkyl, C_{6-10}aryl, C_{2-9}heteroaryl, C_{6-10}aryl-C_{1-4}alkyl, C_{2-9}heteroaryl-C_{1-4}alkyl, C_{3-10}cycloalkyl, and C_{3-10}cycloalkyl-C_{1-4}alkyl, wherein said C_{3-6}alkyl, C_{6-10}aryl, C_{2-9}heteroaryl, C_{6-10}aryl-C_{1-4}alkyl, C_{2-9}heteroaryl-C_{1-4}alkyl, C_{3-6}cycloalkyl, and C_{3-6}cycloalkyl-C_{1-4}alkyl used in defining R^1 and R^8 are optionally substituted with one or more groups selected from -R, -NO_2, -OR, -Cl, -Br, -I, -F, -CF_3, -C(=O)R, -C(=O)OH, -NH_2, -SH, -NHR, -NR_2, -SR, -SO_3H, -SO_2R, -S(=O)R, -CN, -OH, -C(=O)OR, -C(=O)NR_2, -NRC(=O)R, and -NRC(=O)-OR, wherein R is, independently, selected from -H, C_{1-6}alkyl and phenyl;

R^2 is selected from -H and C_{1-6}alkyl optionally substituted with one or more groups selected from halogen, -CF_3, -OH, C_{1-3}alkoxy, and halogen~~[[,]]~~ ; or R^1 and R^2 are C_{1-3}alkylene that together form a portion of a ring; and

R^3 is selected from -H and C_{1-6}alkyl, wherein said C_{1-6}alkyl, is optionally substituted with

one or more groups selected from C_{1-6}alkyl, halogenated C_{1-6}alkyl, $-NO_2$, $-CF_3$, C_{1-6}alkoxy and halogen.

2. (currently amended) A compound according to claim 1, ~~wherein~~ wherein:

R^1 is selected from C_{3-6}alkyl, C_{6-10}aryl, C_{6-10}aryl-C_{1-4}alkyl, C_{2-6}heteroaryl-C_{1-4}alkyl, C_{3-10}cycloalkyl, and C_{3-10}cycloalkyl-C_{1-4}alkyl, wherein said C_{3-6}alkyl, C_{6-10}aryl, C_{6-10}aryl-C_{1-4}alkyl, C_{2-6}heteroaryl-C_{1-4}alkyl, C_{3-10}cycloalkyl, and C_{3-10}cycloalkyl-C_{1-4}alkyl are optionally substituted with one or more groups selected from C_{1-4}alkyl, halogen, $-CF_3$, -OH, C_{1-3}alkoxy, phenoxy, and halogen;

R^2 is selected from -H and C_{1-3}alkyl; and

R^3 is -H.

3. (currently amended) A compound according to claim 2, wherein:

~~wherein~~ R^1 is R^9-CH_2-, wherein R^9 is selected from phenyl, pyridyl, thienyl, furyl, imidazolyl, triazolyl, pyrrolyl, thiazolyl, N-oxido-pyridyl, benzyl, pyridylmethyl, thienylmethyl, furylmethyl, imidazolylmethyl, triazolylmethyl, pyrrolylmethyl, thiazolylmethyl and N-oxido-pyridylmethyl, optionally substituted with one or more groups selected from C_{1-4}alkyl, halogen, $-CF_3$, -OH, C_{1-3}alkoxy, phenoxy and halogen; and

R^2 and R^3 are hydrogen.

4. (original) A compound according to claim 3, wherein R^9 is selected from benzyl, phenyl, pyridyl, thienyl, furyl, imidazolyl, pyrrolyl and thiazolyl, optionally substituted with one or more groups selected from C_{1-4}alkyl, halogen, $-CF_3$, -OH, C_{1-3}alkoxy, phenoxy, and halogen.

5. (currently amended) A compound according to claim 4, wherein ~~wherein~~ R^9 is selected from benzyl, phenyl, pyridyl, thienyl, furyl, imidazolyl, pyrrolyl and thiazolyl.

6. (currently amended) A compound according to claim 1, ~~wherein~~ wherein:

R^1 is selected from C_{3-6}alkyl, C_{3-10}cycloalkyl, and C_{3-10}cycloalkyl-C_{1-4}alkyl, wherein said

C_{3-6}alkyl, C_{3-10}cycloalkyl, and C_{3-10}cycloalkyl-C_{1-4}alkyl are optionally substituted with one or more groups selected from C_{1-4}alkyl, halogen, $-CF_3$, -OH, C_{1-3}alkoxy, phenoxy, and halogen;

R^2 is -H or C_{1-3}alkyl; and

R^3 is -H or C_{1-6}alkyl, wherein said C_{1-6}alkyl is optionally substituted with one or more groups selected from C_{1-4}alkyl, halogen, $-CF_3$, -OH, C_{1-3}alkoxy, phenoxy, and halogen.

7. (currently amended) A compound according to claim 6, ~~wherein~~ wherein:

R^1 is selected from 1-propyl, 2-propyl, 1-butyl, 2-butyl, t-butyl, 2-methyl-1-propyl, cyclopentyl, cyclohexyl, cycloheptyl, cyclooctyl, and cyclononyl;

R^2 is selected from -H, methyl, ethyl, 1-propyl and 2-propyl; and

R^3 is selected from -H, methyl, ethyl, allyl, 3,3-dimethyl-allyl, 2-methoxy-ethyl, and 3-methoxy-1-propyl.

8. (currently amended) A compound according to claim 1, ~~wherein~~ wherein:

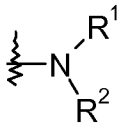
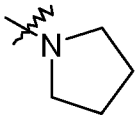
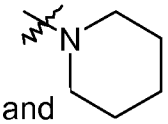
R^1 is selected from R^8-C(=O)-, R^8-$S(=O)_2$-, and R^8-NHC(=O)-, wherein R^8 is selected from C_{3-6}alkyl, C_{6-10}aryl, C_{2-6}heteroaryl, C_{6-10}aryl-C_{1-4}alkyl, C_{2-6}heteroaryl-C_{1-4}alkyl, C_{3-10}cycloalkyl, and C_{3-10}cycloalkyl-C_{1-4}alkyl; wherein said C_{3-6}alkyl, C_{6-10}aryl, C_{2-6}heteroaryl, C_{6-10}aryl-C_{1-4}alkyl, C_{2-6}heteroaryl-C_{1-4}alkyl, C_{3-6}cycloalkyl, and C_{3-6}cycloalkyl-C_{1-4}alkyl are optionally substituted with C_{1-4}alkyl, halogen, $-CF_3$, -OH, C_{1-3}alkoxy, phenoxy, or halogen;

R^2 is -H; and

R^3 is -H.

9. (original) A compound according to claim 8, wherein R^8 is selected from phenyl, benzyl, phenethyl and cyclohexyl, wherein said phenyl, benzyl, phenethyl and cyclohexyl are optionally substituted with one or more groups selected from methyl, methoxy and halogen.

10. (currently amended) A compound according to claim 1, ~~wherein~~ wherein:

 of formula I is selected from  ,  ,  and  ;

and

R^3 is -H.

11. (currently amended) A compound selected from:

1) 4-[[3-(benzylamino)phenyl](piperidin-4-ylidene)methyl]-N,N-diethylbenzamide,

2) N,N-diethyl-4-[{3-[(3-furylmethyl)amino]phenyl}(piperidin-4-ylidene)methyl]benzamide,

3) N,N-diethyl-4-(piperidin-4-ylidene{3-[(thien-3-ylmethyl)amino]phenyl}methyl)benzamide,

4) N,N-diethyl-4-[{3-[(2-phenylethyl)amino]phenyl}(piperidin-4-ylidene)methyl]benzamide,

5) 4-[{3-[(4-chlorobenzyl)amino]phenyl}(piperidin-4-ylidene)methyl]-N,N-diethylbenzamide,

6) N,N-diethyl-4-[piperidin-4-ylidene(3-{[3-(trifluoromethyl)benzyl]amino}phenyl)methyl] benzamide,

7) 4-[{3-[(2-chlorobenzyl)amino]phenyl}(piperidin-4-ylidene)methyl]-N,N-diethylbenzamide,

8) N,N-diethyl-4-[piperidin-4-ylidene(3-{[4-(trifluoromethyl)benzyl]amino}phenyl)methyl] benzamide,

9) N,N-diethyl-4-[{3-[(2-furylmethyl)amino]phenyl}(piperidin-4-ylidene)methyl]benzamide,

10) N,N-diethyl-4-(piperidin-4-ylidene{3-[(thien-2-ylmethyl)amino]phenyl}methyl)benzamide,

11) 4-[{3-[(cyclohexylmethyl)amino]phenyl}(piperidin-4-ylidene)methyl]-N,N-diethylbenzamide,

12) N,N-diethyl-4-{piperidin-4-ylidene[3-(propylamino)phenyl]methyl}benzamide,

13) 4-[[3-(cyclohexylamino)phenyl](piperidin-4-ylidene)methyl]-N,N-diethylbenzamide,

14) 4-[[3-(cyclopentylamino)phenyl](piperidin-4-ylidene)methyl]-N,N-diethylbenzamide,

15) 4-[[3-(cycloheptylamino)phenyl](piperidin-4-ylidene)methyl]-N,N-diethylbenzamide,

16) 4-[{3-[cyclopentyl(methyl)amino]phenyl}(piperidin-4-ylidene)methyl]-N,N-diethylbenzamide,

17) 4-[[3-(benzoylamino)phenyl](piperidin-4-ylidene)methyl]-N,N-diethylbenzamide,

18) N,N-diethyl-4-[{3-[(phenylacetyl)amino]phenyl}(piperidin-4-ylidene)methyl]benzamide,

19) 4-[{3-[(cyclohexylcarbonyl)amino]phenyl}(piperidin-4-ylidene)methyl]-N,N-diethylbenzamide,

20) 4-[{3-[(cyclohexylacetyl)amino]phenyl}(piperidin-4-ylidene)methyl]-N,N-diethylbenzamide,

21) 4-[(3-{[(2-chlorophenyl)acetyl]amino}phenyl)(piperidin-4-ylidene)methyl]-N,N-diethylbenzamide,

22) 4-[(3-{[(3-chlorophenyl)acetyl]amino}phenyl)(piperidin-4-ylidene)methyl]-N,N-diethylbenzamide,

23) N,N-diethyl-4-[(3-{[(5-methylthien-2-yl)acetyl]amino}phenyl)(piperidin-4-ylidene)methyl]benzamide,

24) 4-[(3-{[(5-chlorothien-2-yl)acetyl]amino}phenyl)(piperidin-4-ylidene)methyl]-N,N-diethylbenzamide,

25) N,N-diethyl-4-[(3-{[(2S)-2-phenylpropanoyl]amino}phenyl)(piperidin-4-ylidene)methyl] benzamide,

26) N,N-diethyl-4-[(3-{[(2R)-2-phenylpropanoyl]amino}phenyl)(piperidin-4-ylidene)methyl] benzamide,

27) N,N-diethyl-4-[(3-{[(2S)-2-phenylbutanoyl]amino}phenyl)(piperidin-4-ylidene)methyl] benzamide,

28) N,N-diethyl-4-[(3-{[(2R)-2-phenylbutanoyl]amino}phenyl)(piperidin-4-ylidene)methyl] benzamide,

29) 4-[{3-[benzoyl(methyl)amino]phenyl}(piperidin-4-ylidene)methyl]-N,N-diethylbenzamide,

30) 4-[{3-[(anilinocarbonyl)amino]phenyl}(piperidin-4-ylidene)methyl]-N,N-diethylbenzamide,

31) 4-[(3-{[(benzylamino)carbonyl]amino}phenyl)(piperidin-4-ylidene)methyl]-N,N-diethylbenzamide,

32) N-{3-[{4-[(diethylamino)carbonyl]phenyl}(piperidin-4-ylidene)methyl]phenyl}piperidine-1-carboxamide,

33) N,N-diethyl-4-[{3-[(phenylsulfonyl)amino]phenyl}(piperidin-4-ylidene)methyl]benzamide,

34) 4-[{3-[(benzylsulfonyl)amino]phenyl}(piperidin-4-ylidene)methyl]-N,N-diethylbenzamide,

35) 4-[(3-anilinophenyl)(piperidin-4-ylidene)methyl]-N,N-diethylbenzamide,

36) N,N-diethyl-4-[{3-[methyl(phenyl)amino]phenyl}(piperidin-4-ylidene)methyl]benzamide,

37) N,N-diethyl-4-[{3-[ethyl(phenyl)amino]phenyl}(piperidin-4-ylidene)methyl]benzamide,

38) N,N-diethyl-4-[(3-{[(1S)-1-phenylethyl]amino}phenyl)(piperidin-4-ylidene)methyl] benzamide,

39) N,N-diethyl-4-[(3-{[(1R)-1-phenylethyl]amino}phenyl)(piperidin-4-ylidene)methyl] benzamide,

40) 4-[(3-{[(1R)-1-cyclohexylethyl]amino}phenyl)(piperidin-4-ylidene)methyl]-N,N-diethylbenzamide,

41) 4-[(3-{[(1S)-1-cyclohexylethyl]amino}phenyl)(piperidin-4-ylidene)methyl]-N,N-diethylbenzamide,

42) N,N-diethyl-4-[{3-[(1-methyl-1-phenylethyl)amino]phenyl}(piperidin-4-ylidene)methyl] benzamide,

43) 4-[{3-[cyclohexyl(methyl)amino]phenyl}(piperidin-4-ylidene)methyl]-N,N-diethylbenzamide,

44) N,N-diethyl-4-[piperidin-4-ylidene(3-piperidin-1-ylphenyl)methyl]benzamide,

45) N,N-diethyl-4-[piperidin-4-ylidene(3-pyrrolidin-1-ylphenyl)methyl]benzamide,

46) N,N-diethyl-4-[[3-[(2-ethyl-1-oxobutyl)amino]phenyl]-4-piperidinylidenemethyl]-benzamide,

47) N-[3-[[4-[(diethylamino)carbonyl]phenyl]-4-piperidinylidenemethyl]phenyl]-1-methyl-1H-1,2,3-benzotriazole-5-carboxamide,

48) 6-chloro-N-[3-[[4-[(diethylamino)carbonyl]phenyl]-4-piperidinylidenemethyl]phenyl]-3-pyridinecarboxamide,

49) N-[3-[[4-[(diethylamino)carbonyl]phenyl]-4-piperidinylidenemethyl]phenyl]-2-methoxy-benzamide,

50) N-[3-[[4-[(diethylamino)carbonyl]phenyl]-4-piperidinylidenemethyl]phenyl]-2-quinoxalinecarboxamide,

51) N-[3-[[4-[(diethylamino)carbonyl]phenyl]-4-piperidinylidenemethyl]phenyl]-2,5-difluoro-benzamide,

52) 3-chloro-N-[3-[[4-[(diethylamino)carbonyl]phenyl]-4-piperidinylidenemethyl]phenyl]-2-thiophenecarboxamide,

53) N-[3-[[4-[(diethylamino)carbonyl]phenyl]-4-piperidinylidenemethyl]phenyl]-3-methyl-benzamide, and

54) N,N-diethyl-4-[[3-[[(methylphenylamino)carbonyl]amino]phenyl]-4-piperidinylidenemethyl]-benzamide, ~~and pharmaceutically acceptable salts thereof.~~ or a pharmaceutically acceptable salt thereof.

12-13. (canceled).

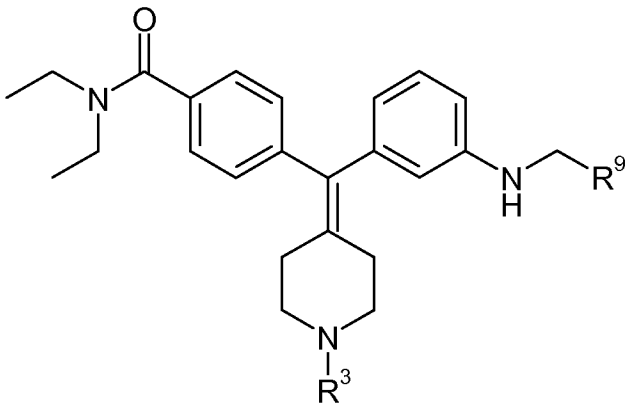
14. (original) A pharmaceutical composition comprising a compound according to claim 1 and a pharmaceutically acceptable carrier.

15. (withdrawn) A method for the therapy of pain in a warm-blooded animal, comprising the step of administering to said animal in need of such therapy a therapeutically effective amount of a compound according to claim 1.

16. (withdrawn) A method for the therapy of functional gastrointestinal disorders in a warm-blooded animal, comprising the step of administering to said animal in need of such therapy a therapeutically effective amount of a compound according to claim 1.

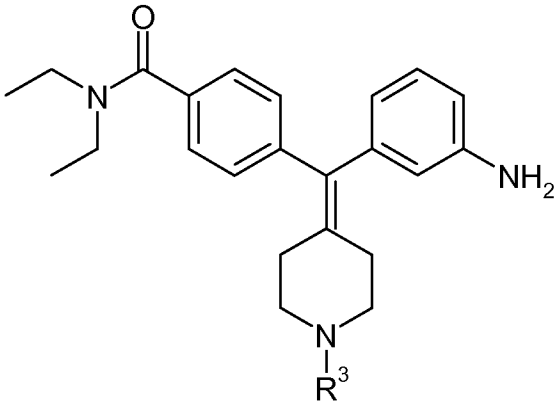
17. (withdrawn) A method for the therapy of anxiety in a warm-blooded animal, comprising the step of administering to said animal in need of such therapy a therapeutically effective amount of a compound according to claim 1.

18. (currently amended) A process for preparing a compound of formula III,



III

comprising [[:]] reacting a compound of formula II,



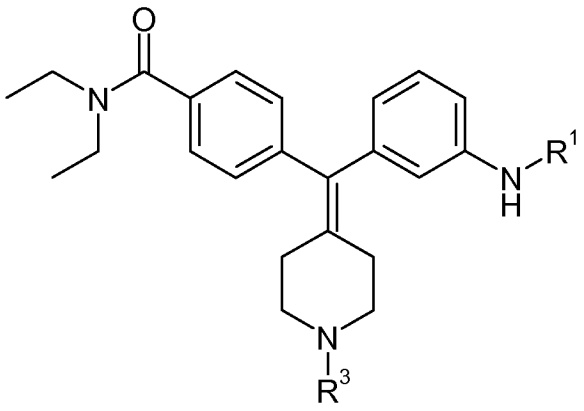
II

with R^9-CHO in the presence of a reducing agent to form the compound of formula III, ~~wherein~~ wherein:

R^9 is selected from phenyl, pyridyl, thienyl, furyl, imidazolyl, triazolyl, pyrrolyl, thiazolyl, N-oxido-pyridyl, benzyl, pyridylmethyl, thienylmethyl, furylmethyl, imidazolylmethyl, triazolylmethyl, pyrrolylmethyl, thiazolylmethyl and N-oxido-pyridylmethyl, optionally substituted with one or more groups selected from C_{1-4}alkyl, halogen, $-CF_3$, -OH, C_{1-3}alkoxy, phenoxy and halogen; and

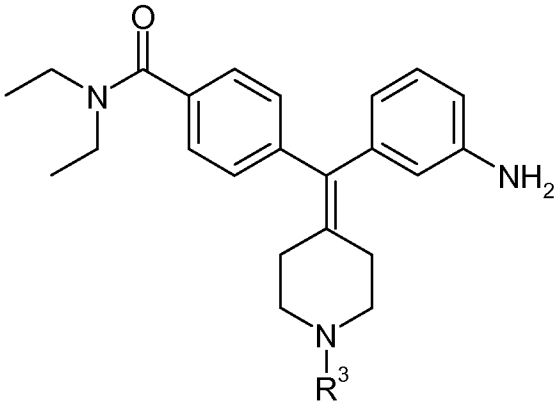
R^3 is C_{1-6}alkyl, which is optionally substituted with one or more groups selected from C_{1-6}alkyl, halogenated C_{1-6}alkyl, $-NO_2$, $-CF_3$, C_{1-6}alkoxy and halogen.

19. (currently amended) A process for preparing a compound of formula IV,



IV

comprising[[:]] reacting a compound of formula II,



II

with R^1-X to form the compound of formula IV,

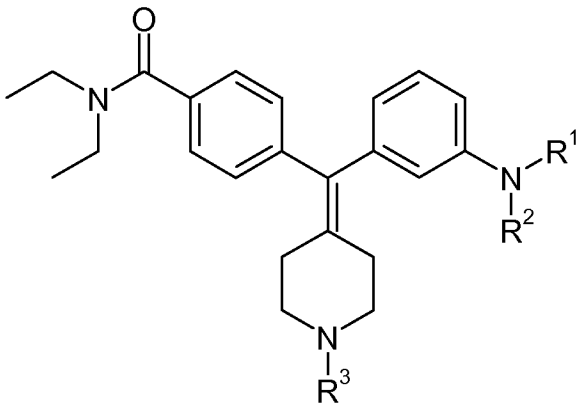
~~wherein~~ wherein:

X is halogen;

R^1 is selected from C_{3-6}alkyl, C_{6-10}aryl, C_{6-10}aryl-C_{1-4}alkyl, C_{2-6}heteroaryl-C_{1-4}alkyl, C_{3-10}cycloalkyl, and C_{3-10}cycloalkyl-C_{1-4}alkyl, wherein said C_{3-6}alkyl, C_{6-10}aryl, C_{6-10}aryl-C_{1-4}alkyl, C_{2-6}heteroaryl-C_{1-4}alkyl, C_{3-10}cycloalkyl, C_{3-10}cycloalkyl-C_{1-4}alkyl are optionally substituted with one or more groups selected from C_{1-4}alkyl, halogen, -CF_3, -OH, C_{1-3}alkoxy, phenoxy, and halogen; and

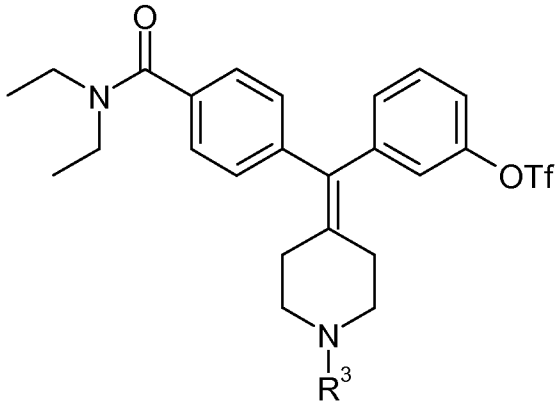
R^3 is C_{1-6}alkyl, which is optionally substituted with one or more groups selected from C_{1-6}alkyl, halogenated C_{1-6}alkyl, -NO_2, -CF_3, C_{1-6}alkoxy and halogen.

20. (currently amended) A process for preparing a compound of formula I,



I

comprising[[:]] reacting a compound of formula V,



V

with R^1R^2NH to form the compound of formula I,

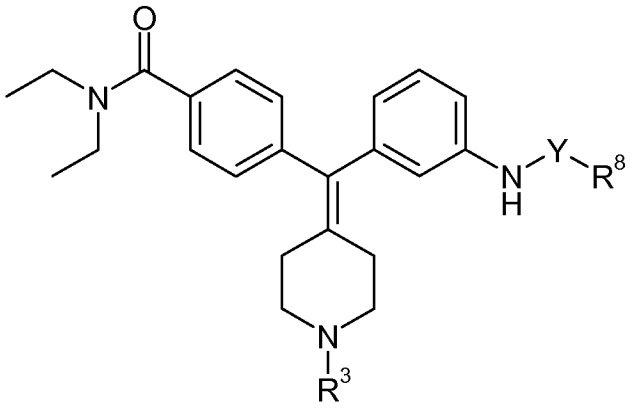
~~wherein~~ wherein:

R^1 is selected from C_{3-6}alkyl, C_{6-10}aryl, C_{6-10}aryl-C_{1-4}alkyl, C_{2-6}heteroaryl-C_{1-4}alkyl, C_{3-10}cycloalkyl, and C_{3-10}cycloalkyl-C_{1-4}alkyl, wherein said C_{3-6}alkyl, C_{6-10}aryl, C_{6-10}aryl-C_{1-4}alkyl, C_{2-6}heteroaryl-C_{1-4}alkyl, C_{3-10}cycloalkyl, C_{3-10}cycloalkyl-C_{1-4}alkyl are optionally substituted with one or more groups selected from C_{1-4}alkyl, halogen, $-CF_3$, -OH, C_{1-3}alkoxy, phenoxy, and halogen;

R^2 is selected from -H and C_{1-6}alkyl optionally substituted with one or more groups selected from halogen, $-CF_3$, -OH, C_{1-3}alkoxy, and ~~halogen,~~ halogen; or R^1 and R^2 are C_{1-3}alkylene that together form a portion of a ring; and

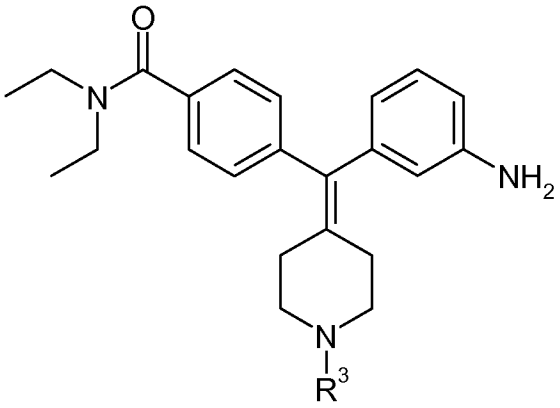
R^3 is C_{1-6}alkyl, which is optionally substituted with one or more groups selected from C_{1-6}alkyl, halogenated C_{1-6}alkyl, $-NO_2$, $-CF_3$, C_{1-6}alkoxy and halogen.

21. (currently amended) A process for preparing a compound of formula VI,



VI

comprising [[:]] reacting a compound of formula VII,



VII

with R^8-Y-X or R^8-Y-O-Y-R^8 to form the compound of formula VI[[:]] .

~~wherein~~ wherein:

X is halogen;

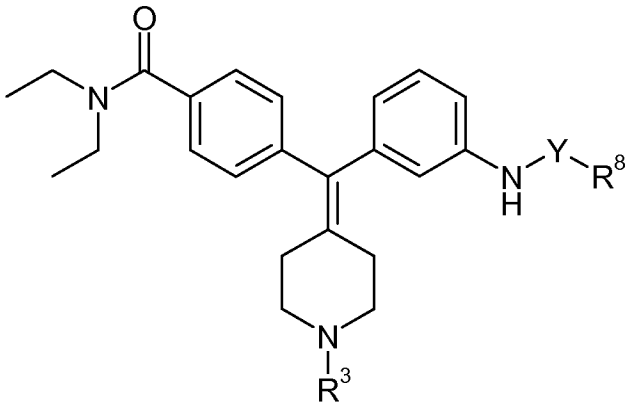
Y is selected from –C(=O)- and –S(=O)$_2$-;

R^8 is selected from C_{3-6}alkyl, C_{6-10}aryl, C_{2-6}heteroaryl, C_{6-10}aryl-C_{1-4}alkyl, C_{2-6}heteroaryl-C_{1-4}alkyl, C_{3-10}cycloalkyl, and C_{3-10}cycloalkyl-C_{1-4}alkyl; wherein said C_{3-6}alkyl, C_{6-10}aryl, C_{2-6}heteroaryl, C_{6-10}aryl-C_{1-4}alkyl, C_{2-6}heteroaryl-C_{1-4}alkyl, C_{3-6}cycloalkyl, and

C_{3-6}cycloalkyl-C_{1-4}alkyl are optionally substituted with C_{1-4}alkyl, halogen, -CF_3, -OH, C_{1-3}alkoxy, phenoxy, and halogen; and

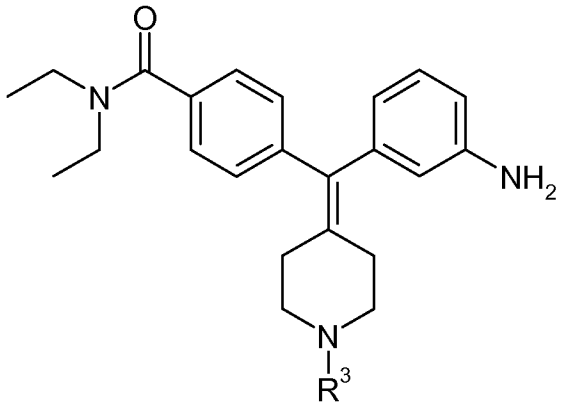
R^3 is C_{1-6}alkyl, which is optionally substituted with one or more groups selected from C_{1-6}alkyl, halogenated C_{1-6}alkyl, -NO_2, -CF_3, C_{1-6}alkoxy and halogen.

22. (currently amended) A process for preparing a compound of formula VIII,



VIII

comprising[[:]] reacting a compound of formula VII,



VII

with R^8-Z to form the compound of formula ~~VIII:~~ VIII,

~~wherein~~ wherein:

Z is selected from -NCO and -NCS;

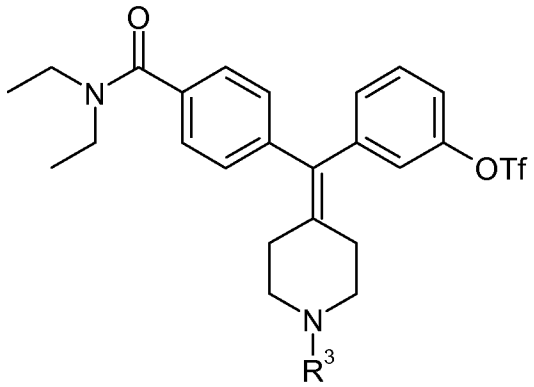
Y is selected from -C(=O)NH- and -C(=S)NH-;

R^8 is selected from C_{3-6}alkyl, C_{6-10}aryl, C_{2-6}heteroaryl, C_{6-10}aryl-C_{1-4}alkyl,

C_{2-6}heteroaryl-C_{1-4}alkyl, C_{3-10}cycloalkyl, and C_{3-10}cycloalkyl-C_{1-4}alkyl; wherein said C_{3-6}alkyl, C_{6-10}aryl, C_{2-6}heteroaryl, C_{6-10}aryl-C_{1-4}alkyl, C_{2-6}heteroaryl-C_{1-4}alkyl, C_{3-6}cycloalkyl, and C_{3-6}cycloalkyl-C_{1-4}alkyl are optionally substituted with C_{1-4}alkyl, halogen, $-CF_3$, -OH, C_{1-3}alkoxy, phenoxy, and halogen; and

R^3 is C_{1-6}alkyl, which is optionally substituted with one or more groups selected from C_{1-6}alkyl, halogenated C_{1-6}alkyl, $-NO_2$, $-CF_3$, C_{1-6}alkoxy and halogen.

23. (previously presented)A compound of formula V,



V

wherein

R^3 is C_{1-6}alkyl, which is optionally substituted with one or more groups selected from C_{1-6}alkyl, halogenated C_{1-6}alkyl, $-NO_2$, $-CF_3$, C_{1-6}alkoxy and halogen.